

KELLER LENKNER LLC

Ashley C. Keller (*admitted pro hac vice*)
150 N. Riverside Plaza, Suite 4270
Chicago, IL 60606
Telephone: (312) 741-5222
ack@kellerlenkner.com

KELLER LENKNER LLC

U. Seth Ottensoser (*admitted pro hac vice*)
1330 Avenue of the Americas, Suite 23A
New York, NY 10019
Telephone: (212) 653-9715
so@kellerlenkner.com

LABATON SUCHAROW LLP

Christopher J. Keller
Eric J. Belfi
David J. Schwartz
Francis P. McConville
140 Broadway
New York, NY 10005
Telephone: (212) 907-0700
Facsimile: (212) 818-0477
ckeller@labaton.com
ebelfi@labaton.com
dschwartz@labaton.com
fmccconville@labaton.com

*Counsel for the Tesla Investor Group and
Proposed Co-Lead Counsel for the Class*

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

KALMAN ISAACS, on behalf of himself and
all others similarly situated,

Plaintiff,

v.

ELON MUSK and TESLA, INC,

Defendants.

Case No. 3:18-cv-04865-EMC

CLASS ACTION

**DECLARATION OF JAMES M.
WAGSTAFFE IN FURTHER SUPPORT
OF MOTION OF THE TESLA
INVESTOR GROUP FOR
CONSOLIDATION, APPOINTMENT AS
LEAD PLAINTIFF AND APPROVAL OF
SELECTION OF COUNSEL**

Date: November 15, 2018
Time: 1:30 p.m.
Courtroom: 5 – 17th Floor
Judge: Hon. Edward M. Chen

(caption continues on the following pages)

WILLIAM CHAMBERLAIN, Individually
and on Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON MUSK,

Defendants.

Case No. 3:18-cv-04876-EMC

JOHN YEAGER, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON MUSK,

Defendants.

Case No. 3:18-cv-04912-EMC

CARLOS MAIA, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-04939-EMC

KEWAL DUA, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON MUSK,

Defendants.

Case No. 3:18-cv-04948-EMC

(caption continues on the following page)

JOSHUA HORWITZ, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-05258-EMC

ANDREW E. LEFT, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-05463-EMC

ZHI XING FAN, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 4:18-cv-05470-EMC

SHAHRAM SODEIFI, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC., a Delaware corporation, and
ELON R. MUSK, an individual,

Defendants.

Case No. 3:18-cv-05899-EMC

1 I, James M. Wagstaffe, declare as follows:

2 I am a member in good standing of the bar of the State of California and am admitted to
 3 practice before this Court. I am a partner at Kerr & Wagstaffe LLP, proposed Liaison Counsel
 4 for the Class. I submit this declaration in further support of the motion filed by Andrew E. Left,
 5 PROtecto Informatikai Szolgáltató Korlátolt Felelősségű Társaság, Thierry Boutin, Dr. Abrar
 6 Shirazi, and Vilas Capital Management, LLC (“Vilas Capital”) (collectively, the “Tesla Investor
 7 Group”). *See* ECF No. 47.

8 Attached as Exhibits A through I are true and correct copies of the following documents:

9 EXHIBIT A: Amended Loss Chart including inadvertently omitted transactions of Vilas
 10 Capital; and amended Signed Certification by Vilas Capital;

11 EXHIBIT B: Declaration of Hui Chang, Esq.;

12 EXHIBIT C: A copy of the case report authored by Susan Perkins, entitled *Citigroup’s*
Shareholder Tango in Brazil (A), revised Sept. 27, 2013;

13 EXHIBIT D: Copies of Opportunity Unique Fund Inc.’s corporate registry filed with the
 14 British Virgin Islands Financial Services Commission;

15 EXHIBIT E: Expert Declaration of Robert M. Daines;

16 EXHIBIT F: Intraday Trading Data of Tesla’s common stock for August 7, 2018,
 sourced from Bloomberg;

17 EXHIBIT G: Supplemental declarations of members of the Tesla Investor Group;

18 EXHIBIT H: Copy of letter sent to Tempus and OUF’s counsel, dated October 15,
 19 2018; and

20 EXHIBIT I: A chart reflecting movant FNY Investment Advisers, LLC’s loss
 calculations in Tesla securities, as performed by proposed Co-Lead
 Counsel Keller Lenkner LLC and Labaton Sucharow LLP.

21 I hereby declare under penalty of perjury that the foregoing is true and correct.

22 Executed this 23rd day of October, 2018, at San Francisco, California.

23
 24
 25 /s/ James M. Wagstaffe
 James M. Wagstaffe